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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

October 28, 1992

OCT 28 1992 - 10 55 AM

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are four (4) fully executed and acknowledged copies of a Supplement dated December 1, 1991, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to a Leasing Agreement dated September 18, 1981, which document was filed and recorded with the Commission on September 18, 1981 under Recordation Number 13240.

The names and addresses of the parties to the enclosed document are:

Lessor: Lloyds International Leasing Limited
Great Surrey House
203 Blackfriars Road
London SE1 8NH, England

Lessee: CSX Transportation, Inc., successor corporation
to Seaboard Coast Line Railroad Company
500 Water Street
Jacksonville, Florida 32202

A description of the railroad equipment covered by the enclosed document is:

One 100-ton covered hopper car bearing road number SBD
248217

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RECEIVED
FBI - WASH DC

Mr. Sidney L. Strickland, Jr.
October 28, 1992
Page Two

Also enclosed is a check in the amount of \$16.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return three (3) stamped copies of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Supplement dated December 1, 1991 covering one covered hopper car, SBD 248217.

Very truly yours,


Charles T. Kappler

CTK/bg
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

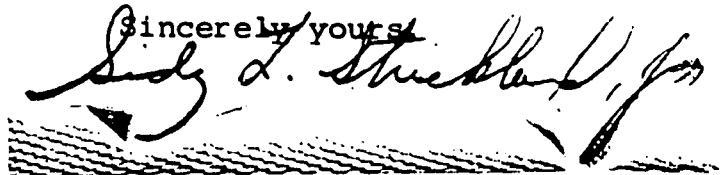
10/28/92

OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord & Alvord
918 16th St. N.W.
Washington, D.C. 20006-2973

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/28/92 at 10:55am , and assigned re-recording number(s). 13240-I

Sincerely yours,

Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)

SE-30
(7/79)

13240-2

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SUPPLEMENT

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, made this 1st day of December, 1991, to Leasing Agreement dated as of September 18, 1981, between Lloyds International Leasing Limited ("Lessor") and CSX Transportation, Inc. ("Lessee"), successor corporation to Seaboard Coast Line Railroad Company.

WHEREAS, Lessor and Lessee have entered into the above-mentioned Leasing Agreement, which was filed with the Interstate Commerce Commission on September 18, 1981, and assigned Recordation Number 13240; and

WHEREAS, one 100-ton covered hopper car bearing road number SBD 248217 was subjected to the Leasing Agreement in error and the parties hereto wish to eliminate said car from the Leasing Agreement.

NOW, THEREFORE, the Lessor and Lessee do hereby agree that one 100-ton covered hopper car, bearing road number SBD 248217, which had been sold by the Lessee to the Lessor pursuant to a Bill of Sale, shall be deemed sold to the Lessor and leased by the Lessor to the Lessee in error and said car is hereby released by Lessor and Lessee from the Leasing Agreement.

IN WITNESS WHEREAS, the Lessee has executed this instrument as of the date first above written.

CSX TRANSPORTATION, INC.

By: 

ASSISTANT TREASURER

LLOYDS INTERNATIONAL LEASING LIMITED

By: 

Director and Chief Manager (William Roy Fullelove)

STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

On this 12th day of October 1992, before me personally appeared John C. Eccleston, to me personally known, who, being by me duly sworn, says, that he is Assistant Treasurer of CSX Transportation, Inc.,; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Notarial Seal)

RSB

Howard Michael RSB
Notary Public

My commission expires:

Notary Public, State of Florida
My Comm. Exp. July 28, 1995
Bonded thru PICHARD Ins. Agency

LLOYDS INTERNATIONAL LEASING LIMITED

Extract from Minutes of a meeting of the Board of Directors held at 71, Lombard Street, London, on Wednesday, 5th June 1985.

"AUTHORISED SIGNATORIES"

It was resolved that any of the holders of the offices listed in the left hand column acting singly or jointly be, and are hereby, authorised to sign on behalf of the Company the documents listed in the right hand column:-

Director	)	Application forms in
Alternate Director	)	relation to Regional
Deputy Chief Manager	)	Development Grants and
Assistant Chief Manager	)	any letters or documents
Chief Accountant	)	in connection therewith.
Director	)	Letters offering leasing
Alternate Director	)	facilities, lease
Deputy Chief Manager	)	agreements pursuant to
Assistant Chief Manager	)	sanctioned facilities
Chief Accountant	)	and documents in
Senior Manager (Legal Services)	)	connection therewith."

Certified to be a true and accurate extract from the above mentioned Minutes.

Signed

Assistant Secretary

Dated

5th Oct 1985